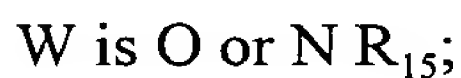
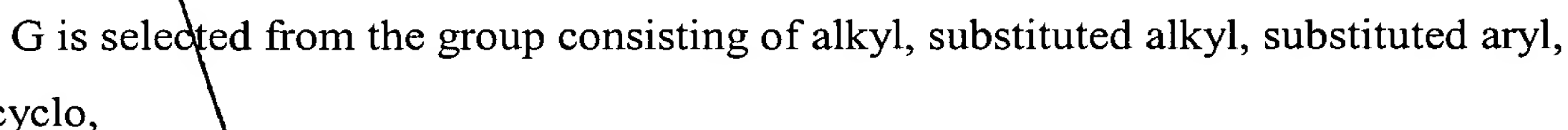


Sub  
02

~~at~~

cont



Y is selected from the group consisting of O; H, OR<sub>16</sub>; OR<sub>17</sub>, OR<sub>17</sub>; NOR<sub>18</sub>; H, NOR<sub>19</sub>; H, OR<sub>20</sub>; H, H; and CHR<sub>22</sub>; wherein OR<sub>17</sub>, OR<sub>17</sub> can be a cyclic ketal;

Z<sub>1</sub> and Z<sub>2</sub> are independently selected from the group consisting of CH<sub>2</sub>, O, NR<sub>23</sub>, S, and SO<sub>2</sub>, wherein only one of Z<sub>1</sub> and Z<sub>2</sub> can be heteroatom;

$B_1$  and  $B_2$  are independently selected from the group consisting of  $OR_{24}$ ,  $OCOR_{25}$ , and  $O-C(=O)-NR_{26}R_{27}$ , and when  $B_1$  is H and Y is OH, H, they can form a six-membered ring ketal or acetal;

D is selected from the group consisting of  $\text{NR}_{28}\text{R}_{29}$ ,  $\text{NR}_{30}\text{COR}_{31}$  and saturated heterocycle;

$R_1, R_2, R_3, R_4, R_5, R_7, R_{13}, R_{14}, R_{18}, R_{19}, R_{20}, R_{21}, R_{22}, R_{26}$  and  $R_{27}$  are selected from the group consisting of H, alkyl, substituted alkyl, and aryl, and when  $R_1$  and  $R_2$  are alkyl can be joined to form a cycloalkyl, and when  $R_3$  and  $R_4$  are alkyl can be joined to form a cycloalkyl;

R<sub>6</sub> is methyl;

$R_9, R_{10}, R_{16}, R_{17}, R_{24}, R_{25}$  and  $R_{31}$  are selected from the group consisting of H, alkyl, and substituted alkyl;

$R_{11}$ ,  $R_{12}$ ,  $R_{28}$ ,  $R_{30}$ ,  $R_{32}$ , and  $R_{33}$  are selected from the group consisting of H, alkyl, substituted alkyl, aryl, substituted aryl, cycloalkyl and heterocyclo;

R<sub>8</sub> is hydrogen or methyl;

Sub  
D2  
R<sub>15</sub>, R<sub>23</sub> and R<sub>29</sub> are selected from the group consisting of H, alkyl, substituted alkyl, aryl, substituted aryl, cycloalkyl, heterocyclo, R<sub>32</sub>C=O, R<sub>33</sub>SO<sub>2</sub>, hydroxy, O-alkyl or O-substituted alkyl; and

the pharmaceutically acceptable salts thereof and any hydrates, solvates or geometric, optical and stereoisomers thereof;

with the proviso that compounds wherein

W and X are both O; and

R<sub>1</sub>, R<sub>2</sub> and R<sub>7</sub> are H; and

R<sub>3</sub>, R<sub>4</sub> and R<sub>6</sub> are methyl; and

R<sub>8</sub> is H or methyl; and

Z<sub>1</sub> and Z<sub>2</sub> are CH<sub>2</sub>; and

G is 1-methyl-2-(substituted-4-thiazolyl)ethenyl; and

Q is as defined above

are excluded.

Sub  
D3  
C2  
4. (Twice amended) A method of treating cancer in a patient in need of said treatment which comprises administering to said patient a therapeutically effective amount of a compound of claim 1.

5. (Twice amended) A method of treating hyperproliferative cellular disease in a patient in need of said treatment which comprises administering to said patient a therapeutically effective amount of a compound of claim 1.

6. (Twice amended) A method of treating a disease associated with angiogenesis in a patient in need of said treatment which comprises administering to said patient a therapeutically effective amount of a compound of claim 1.

Please add the following new claims:

A3  
Sub  
D4  
7. (New) The method of claim 4, wherein the cancer is carcinoma of the breast, ovary, or colon.

Sub  
D4

8. (New) A method of treating cancer in a patient in need of said treatment which comprises administering to said patient a therapeutically effective amount of a compound of claim 2.

Q3

Cont

9. (New) A method of treating hyperproliferative cellular disease in a patient in need of said treatment which comprises administering to said patient a therapeutically effective amount of a compound of claim 2.

10. (New) A method of treating a disease associated with angiogenesis in a patient in need of said treatment which comprises administering to said patient a therapeutically effective amount of a compound of claim 2.

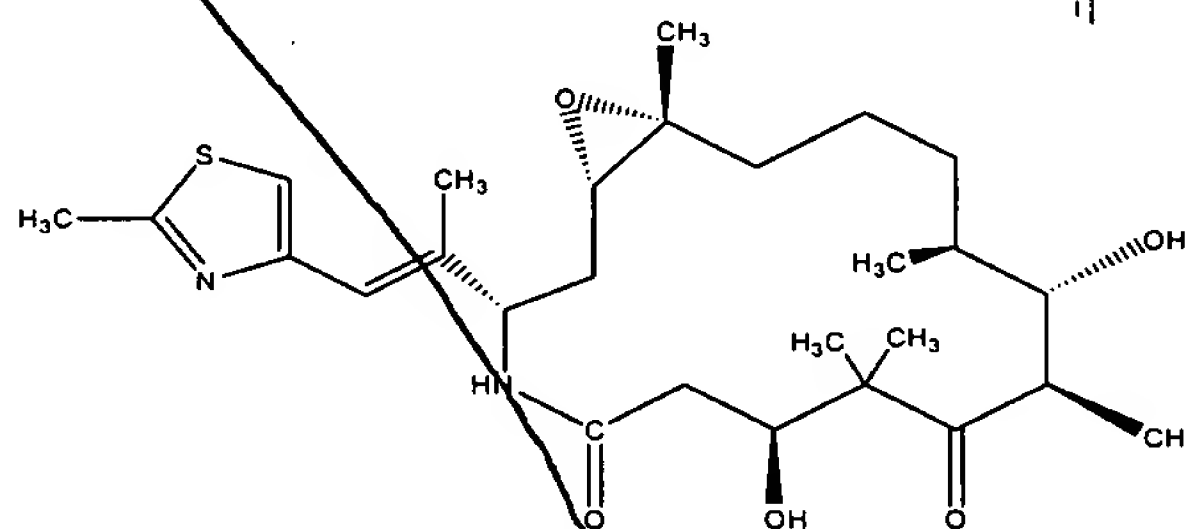
Sub  
D5

11. (New) A method of treating cancer in a patient in need of said treatment which comprises administering to said patient a therapeutically effective amount of a compound of claim 3.

12. (New) A method of treating hyperproliferative cellular disease in a patient in need of said treatment which comprises administering to said patient a therapeutically effective amount of a compound of claim 3.

13. (New) A method of treating a disease associated with angiogenesis in a patient in need of said treatment which comprises administering to said patient a therapeutically effective amount of a compound of claim 3.

14. (New) The compound of claim 1 having the formula:



Sub  
D6